

A resolution approving the issuance of Hospital Improvement Revenue Bonds, Series 2012 of the County of Franklin, Ohio, in an original aggregate principal amount not to exceed \$80,000,000 and consenting to and approving the execution and delivery of a Fifteenth Supplemental Lease relating to such bonds. (Nationwide Children's Hospital) (Commissioners)

WHEREAS, the County of Franklin, Ohio, acting by and through the County Hospital Commission of Franklin County (the "Commission"), is authorized pursuant to Section 339.15 and Chapter 140 of the Ohio Revised Code (the "Act") to issue hospital revenue bonds of the County of Franklin, Ohio (the "Issuer");

WHEREAS, the Commission has provided for the issuance of the Issuer's Hospital Improvement Revenue Bonds, Series 2012 (Nationwide Children's Hospital Project) (the "Series 2012 Bonds"), in one or more series in an aggregate amount not to exceed \$80,000,000 for the purposes of (i) financing the acquisition, construction, renovation and equipping of certain "hospital facilities," as that term is defined in Section 140.01 of the Ohio Revised Code, including without limitation, the construction of new inpatient, outpatient and administrative facilities to be housed in a medical tower; the construction of an underground parking garage for patients and their families, construction and equipping of related facilities and other future routine capital improvements and equipment; all of which Hospital Facilities will be located at or adjacent to the main campus of Nationwide Children's Hospital located at 700 Children's Drive, Columbus, Ohio and reimbursement for such costs previously incurred by Nationwide Children's Hospital, an Ohio nonprofit corporation (the "Lessee"), and (ii) paying certain costs of issuance of the Series 2012 Bonds;

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Series 2012 Bonds must be approved by the "applicable elected representative" of the Issuer (as defined in such Section 147(f) of the Code);

WHEREAS, this Board of County Commissioners (this "Board") is the applicable elected representative of the Issuer;

WHEREAS, on March 28, 2012, a public hearing was held by the Commission with respect to the issuance of the Series 2012 Bonds; and

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WHEREAS, in connection with the issuance of the Series 2012 Bonds, it is necessary that this Board (i) approve the issuance of the Series 2012 Bonds, and (ii) consent to and approve the execution and delivery by the Issuer, acting by and through the Commission, of a certain Fifteenth Supplemental Lease (the "Fifteenth Supplemental Lease") between the Issuer and the Lessee;

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of the County of Franklin, Ohio:

SECTION 1. This Board, as the "applicable elected representative" of the County of Franklin, Ohio for purposes of Section 147(f) of the Code, hereby approves the issuance of the Series 2012 Bonds, in one or more series, in an amount not to exceed \$80,000,000 pursuant to the Act. The proceeds of the Series 2012 Bonds would be used for the purpose of (1) financing the acquisition, construction, renovation and equipping of certain Hospital Facilities, operated by the Lessee, including, without limitation, the construction of new inpatient, outpatient and administrative facilities to be housed in a medical tower; the construction of an underground parking garage for patients and their families, construction and equipping of related facilities and other future routine capital improvements and equipment; all of which Hospital Facilities will be located at or adjacent to the main campus of Nationwide Children's Hospital located at 700 Children's Drive, Columbus, Ohio (the "Project") and reimbursement for such costs previously incurred by the Lessee and (2) paying certain costs of issuance of the Series 2012 Bonds. The primary user of the facilities financed from the proceeds of the Series 2012 Bonds is presently expected to be the Lessee.

SECTION 2. This resolution does not constitute a finding of the Board as to the compliance or noncompliance by the County Hospital Commission of Franklin County with any legal requirements imposed upon it in connection with the issuance of the Series 2012 Bonds.

SECTION 3. This Board hereby consents to and approves the execution and delivery by the Issuer, acting by and through the Commission, of the Fifteenth Supplemental Lease. The above-mentioned

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document shall be substantially in the form now on file with the Clerk of this Board, together with such changes therein as may be approved by the officers of the Commission executing such document, with such execution being conclusive evidence of such approval.

SECTION 4. It is hereby found and determined that all formal actions of this Board concerning and relating to the adoption of this resolution were adopted in an open meeting of this Board and that all deliberations of this Board and of any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements including Section 121.22 of the Ohio Revised Code, and the rules of this Board in accordance therewith.

SECTION 5. This resolution shall be effective immediately upon its adoption.

Adopted: April 3, 2012

Prepared by and return to:
Glendon B. Pratt, Esq.
Peck, Shaffer & Williams LLP
65 East State Street, Suite 500
Columbus, Ohio 43215
(614) 224-5205